

RECORDATION NO. 28615 FILED

JAN 19 '10 -9 0 0 AM

SURFACE TRANSPORTATION BOARD

OF COUNSEL  
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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

January 19, 2010

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Contract 4-7963 Rider 7

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: American Railcar Leasing LLC  
620 North Second Street  
St. Charles, Missouri 63301

[Lessee: Exxon Mobil Corporation  
13501 Katy Freeway  
Houston TX 77079]

Section Chief  
January 19, 2010  
Page 2

A description of the railroad equipment covered by the enclosed document is:

38 railcars within the series SHPX 464309 - SHPX 464402.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem  
Enclosures

## MEMORANDUM OF LEASE

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC, ARL II Funding LLC and Shippers Third LLC, all with respect to **Procurement**, a division of **Exxon Mobil Global Services Company** on behalf of **Exxon Mobil Corporation**, a New Jersey Corporation ("Lessee").

**American Railcar Leasing LLC** (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain **Master Service Contract** as identified on **Schedule A** (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on **Schedule A** attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks **SHPX** and/or **ACFX**.

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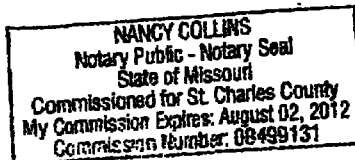
This Memorandum of Lease is prepared for registration purposes and is not intended to amend the terms and conditions of the Lease.

AMERICAN RAILCAR LEASING LLC

By: Brian Evdo  
Name: Brian Evdo  
Title: VP – Business Development

STATE OF MISSOURI )  
 ) ss.:  
COUNTY OF ST. CHARLES )

On this 21<sup>st</sup> day of Dec., 2009, before me, personally appeared Brian Evdo, to me personally known, who being by me duly sworn, says that he resides at St. Charles, Missouri and is the VP – Business Development of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its governing body; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Notary Public  
My commission expires on 8/2/2012

# Schedule A

## Equipment

### ExxonMobil Chemical Company

Contract 4-7963 rider 7 Jtd 10/1/08

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	SHPX	464309
	Hopper	SHPX	464311
	Hopper	SHPX	464317
	Hopper	SHPX	464318
	Hopper	SHPX	464321
	Hopper	SHPX	464322
	Hopper	SHPX	464323
	Hopper	SHPX	464325
	Hopper	SHPX	464329
	Hopper	SHPX	464332
	Hopper	SHPX	464334
	Hopper	SHPX	464335
	Hopper	SHPX	464339
	Hopper	SHPX	464345
	Hopper	SHPX	464351
	Hopper	SHPX	464352
	Hopper	SHPX	464357
	Hopper	SHPX	464358
	Hopper	SHPX	464359
	Hopper	SHPX	464361
	Hopper	SHPX	464362
	Hopper	SHPX	464364
	Hopper	SHPX	464365
	Hopper	SHPX	464366
	Hopper	SHPX	464367
	Hopper	SHPX	464368
	Hopper	SHPX	464369
	Hopper	SHPX	464370
	Hopper	SHPX	464374
	Hopper	SHPX	464378
	Hopper	SHPX	464380
	Hopper	SHPX	464381
	Hopper	SHPX	464385
	Hopper	SHPX	464386

## Schedule A

### Equipment

#### ExxonMobil Chemical Company

Contract 4-7963 rider 7

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	SHPX	464387
	Hopper	SHPX	464392
	Hopper	SHPX	464393
	Hopper	SHPX	464402
38			

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11/19/2010



\_\_\_\_\_  
Robert W. Alvord